TRANSCRIPT OF RECORD.

SUPREME COURT OF THE UNITED STATES.

No. ~~484.~~ 207

THOMAS B. CODDINGTON, APPELLANT.

vs.

THE PENSACOLA AND GEORGIA RAILROAD COMPANY, THE TRUSTEES OF THE INTERNAL IMPROVEMENT FUND OF THE STATE OF FLORIDA, ET AL.

APPEAL FROM THE CIRCUIT COURT OF THE UNITED STATES FOR THE NORTHERN DISTRICT OF FLORIDA.

FILED SEPTEMBER 19, 1878.

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INDEX.

	Original	Print.
Bill of complaint	3	1
Subpœna	40	19
Demurrer of Pensacola and Georgia Railroad Company	42	20
Demurrer of trustees internal improvement fund	44	21
Decree	49	24
Appeal	50	24
Bond	52	25
Citation	55	26
Clerk's certificate	57	27

1, 2 *Copy of record.*

U. S. circuit court, northern district of Florida. In equity.

T. B. CODDINGTON
vs.
P. & G. R. R. CO. AND THE TRUSTEES INTERNAL IMPROVEMENT FUND.

R. B. Hilton, D. W. Gywnn, solicitors & of counsel for P. & G. R. R. Co.
Geo. P. Raney, attorney-general, for trustees I. I. Fund.
D. P. Holland, solicitor & of counsel for complainant.

3 United States circuit court, fifth circuit, northern district of Florida.

To the judges of the circuit court of the United States for the northern district of Florida, 5th circuit:

Thomas B. Coddington, of the city and State of New York, and a citizen of the State of New York, brings this his bill against the Pensacola and Georgia Railroad Company, a corporation created by virtue of and existing under the laws of the State of Florida, and citizens of the State of Florida; and against George F. Drew, governor; Columbus Drew, comptroller; Walter Gwynne, treasurer; Hugh A. Corley, commissioner of immigration; and George P. Raney, attorney-general of the State of Florida; ex-officio trustees of the internal improvement fund of the State of Florida; all of the city of Tallahassee, in the northern district of Florida, each, every, and all of said defendants being citizens of the State of Florida.

And thereupon your orator complains and says:

I.

That he now is, and was during the year 1866, and previous thereto, a merchant, in the city of New York, and State of New York; that dur-
4 ing said year 1866 he was the owner of a large number of the first mortgage bonds and coupons attached thereto, and other like coupons cut from said bonds of the Pensacola and Georgia Railroad Company, a corporation created by and existing in the State of Florida, and who is one of the defendants in this suit; which bonds and coupons he had received from said company in payment for railroad iron sold by your orator to the said company for the construction of its road prior to the year 1866, the said company having given their notes in payment for said iron; and having failed to pay said notes, your orator, in payment of said notes, took the said bonds and coupons.

Your orator having taken in payment for said railroad iron 252 of said bonds, and the coupons thereto attached; and that he had on hand in A. D. 1866, a large amount of said bonds and coupons; and that he had been and was a good friend of said corporation, advancing its interests in all mercantile legitimate means, and was so recognized by the company and the business public in New York and Europe, who had transactions with, or with whom the company sought to have business relations or obtain credit.

II.

That the aforesaid said first mortgage bonds and the coupons thereof, which said company issued, and which are the subject of this suit, were issued by virtue of and in accordance with an act of the State of Florida, entitled "An act to provide for and encourage a liberal system of internal improvements in this State," approved January 6, 1855; to which said act reference is prayed to be had, and which is made a part of this bill, as if herein set forth in full.

5 III.

That the officers of the State of Florida made defendants to the suit in equity are the successors in office of the officers mentioned and designated in the 2d section of said act of 1855, and are the trustees created by, and in whom the trusts now vest, and upon whom devolve all the duties and powers of trustees of the fund.

IV.

That this company having by reason of the war become embarrassed, its then president, Edward Houstoun, came in the year 1866 to the city of New York, to your orator, to aid and assist the company in relieving it of its most pressing debts, the chief of which was to provide payment for the past due interest on the said first mortgage bonds, which, if not paid by the said company to the said trustees, they, the said trustees, in default of the payment of the interest by the company and the sum of one per cent. per annum as a sinking fund, were, after the expiration of thirty days from said default or refusal of the company, required by the act to take possession of the road and all the property of the company, and sell the same, as prescribed by the 3d section of said act.

V.

That the said president of the company urged your orator and entreated him to surrender to the company the past due coupons then owned and held by your orator, and to receive in exchange for the said past due coupons shares of preferred stock in the said Pensacola
6 and Georgia Railroad Company, and the said president further urged and entreated, and continually besought your orator to use his influence with his friends in Europe and America, who were holders of like past due coupons, to surrender them to the company and receive in exchange therefor shares of preferred stock in the said company. Your orator being thus prevailed upon by said president of said company, he, the said Houstoun, as president, repeatedly declared to your orator that the said exchange of said coupons for the preferred stock was the only way to save the railroad company from bankruptcy, and that the preferred stock which the said company would give your orator for the said past due coupons would be valuable, and that the company would guarantee the interest thereon, and that the trustees of the internal improvement fund had no money to pay said coupons. Your orator, fully and solely relying on the representations aforesaid, made for and on behalf of said company by the said President Houstoun, did finally consent and deliver up to the said company all the past due coupons then owned by your orator, and further, and at the earnest olicitation and request of the said president, your orator went to

Europe and urged his business friends to surrender to the company their past due coupons and receive therefor shares of preferred stock in said company; that several of the said Europeans, at your orator's urgent request, did agree thereto, and gave your orator their past due coupons, which said past due coupons your orator delivered up to the said company, and received therefor certificates of pretended shares of preferred stock in his own name, and other like certificates in the names of the owners of the other coupons which your orator had delivered up to the company.

That subsequently many of the Europeans and others, whom your orator had induced to part with their coupons for said share of
7 pretended preferred stock, became so dissatisfied that your orator bought from them their first mortgage bonds and the preferred stock which he had received for their coupons as aforesaid, the said coupons having been cut from the aforesaid bonds and given for the said preferred stock which your orator had received for said owners of said coupons from the said company. And that your orator had thus during the years 1866, 1867, 1868, and prior to March, A. D. 1869, became possessed of the certificates of pretended shares of preferred stock in the said company in his own name, and in the name of the other holders of coupons, as in Exhibit No. 1 set forth, and hereto attached and prayed to be taken as part of this bill.

VI.

That your orator delivered up to the said company during the month of May, A. D. 1866, and April and July, A. D. 1867, eleven hundred and sixty-five coupons of the said first mortgage bonds of the said Pensacola and Georgia Railroad Company issued under the said internal improvement act of January 6th, A. D. 1855; they, the said 1165 coupons, being then past due, and amounting to the sum of ($40,775) forty thousand seven hundred and seventy-five dollars, your orator being the bona fide owner of the said past due coupons, and that he received from the said company in exchange therefor pretended certificates of shares of preferred stock, copies of which are hereto annexed, marked Exhibit No. 2, and prayed to be taken as part of this bill.

VII.

That your orator also delivered up to the said company during
8 the months of May and October, 1866, and April, 1867, like past due coupons belonging to his friends in Europe and America to the face value of the coupons of ($23,310) twenty-three thousand three hundred and ten dollars, and received in exchange therefor pretended certificates of shares of preferred stock in said company, said certificates being made in the name of the true owner of the said coupons, which your orator had received from said owner and turned over to the said company, a copy of one of the certificates being filed herewith, marked Exhibit No. 3, and prayed to be taken as part of this bill.

And your orator also files herewith a list of the said certificates, and to whom issued, and the amount thereof, which your orator received from the company for said past due coupons, turned over by your orator to said company, and owned by the parties to whom the said pretended certificates were issued, marked Exhibit No. 4, being all of like form and pretended effect and obligation as the other certifi-

cates, and which your orator prays may be taken as part of this bill, one only being copied and attached as an exhibit for brevity.

VIII.

That in the manner aforesaid your orator delivered up to the said defendant company, during the years 1866, 1867, 1868, and prior to March, 1869, past due coupons of said first mortgage bonds to the face value of ($64,085) sixty-four thousand and eighty-five dollars, the same being the property of himself and his friends as aforesaid.

The following is a true copy of some of the coupons, all being of like form, and a full description and list of coupons of the Pensacola
9 and Georgia Railroad Company's first mortgage bonds, issued by virtue of the statute of Florida of 1855, commonly called the internal improvement act, which remain due and unpaid, and which the company obtained from Thomas B. Coddington by giving pretended shares of preferred stock in said company for these coupons, when the company had no authority of law to issue any shares of preferred stock whatever, to wit:

Copy of coupon.

The Pensacola and Georgia Railroad Company will pay the bearer in the city of Savannah, Ga., on the first day of January, 1862, thirty-five dollars, for semi-annual interest on bond No. 100.

$35.] F. H. FLAGG,
Treasurer.

(Across the face:) 4.

Coupon No.	Bond No.	When due.	Where payable.	No. of coupons.	Value.	Total.
3	26 *a* 103	July 1st, 1861	Savannah	78	$35	$2,730 00
4	26	Jan'y 1st, 1862	... do	1	35	35 00
4	33 *a* 75	... do	... do	43	35	1,505 00
4	83 *a* 84	... do	... do	2	35	70 00
4	89 *a* 92	... do	... do	4	35	140 00
5	26	July 1st, 1862	Savannah	1	35	35 00
5	33 *a* 75	... do	... do	43	35	1,505 00
5	83 *a* 84	... do	... do	2	35	70 00
5	89 *a* 92	... do	... do	4	35	140 00
5	103	... do	... do	1	35	35 00
6	26	Jan'y 1st, 1863	... do	1	35	35 00
6	33 *a* 75	... do	... do	43	35	1,505 00
6	83 *a* 84	... do	... do	2	35	70 00
10						
6	89 *a* 92	Jan'y 1st, 1863	Savannah	4	$35	$140 00
6	103	... do	... do	1	35	35 00
7	26	July 1st, 1863	... do	1	35	35 00
7	33 *a* 75	... do	... do	43	35	1,505 00
7	83 *a* 84	... do	... do	2	35	70 00
7	89 *a* 92	... do	... do	4	35	140 00
7	103	... do	... do	1	35	35 00
8	26	Jan'y 1st, 1864	... do	1	35	35 00
8	33 *a* 75	... do	... do	43	35	1,505 00
8	83 *a* 84	... do	... do	2	35	70 00
8	89 *a* 92	... do	... do	4	35	140 00
8	103	... do	... do	1	35	35 00
9	26	July 1st, 1864	... do	1	35	35 00
9	33 *a* 75	... do	... do	43	35	1,505 00
9	83 *a* 84	... do	... do	2	35	70 00
9	89 *a* 92	... do	... do	4	35	140 00
9	103	... do	... do	1	35	35 00
10	26	Jan'y 1st, 1865	... do	1	35	35 00
10	33 *a* 75	Jan'y 1st, 1865	Savannah	43	35	1,505 00
10	83 *a* 84	... do	... do	2	35	70 00
10	89 *a* 92	... do	... do	4	35	140 00
10	103	... do	... do	1	35	35 00
11	26	July 1st, 1865	... do	1	35	35 00
11	33 *a* 75	... do	... do	43	35	1,505 00
11	83 *a* 84	... do	... do	2	35	70 00
11	89 *a* 92	... do	... do	4	35	140 00
11	103	... do	... do	1	35	35 00
12	26	Jan'y 1st, 1866	... do	1	35	35 00
12	33 *a* 75	... do	... do	43	35	1,505 00
12	83 *a* 84	... do	... do	2	35	70 00
12	89 *a* 92	... do	... do	4	35	140 00
12	103	... do	... do	1	35	35 00
11						
13	26	July 1st, 1866	Savannah	1	$35	$35 00
13	33 *a* 75	... do	... do	43	35	1,505 00
13	83 *a* 84	... do	... do	2	35	70 00
13	89 *a* 92	... do	... do	4	35	140 00
13	103	... do	... do	1	35	35 00
14	26	Jan'y 1st, 1867	... do	1	35	35 00
14	33 *a* 75	... do	... do	43	35	1,505 00
14	83 *a* 84	... do	... do	2	35	70 00
14	89 *a* 92	... do	... do	4	35	140 00
15	103	... do	... do	1	35	35 00
4	103	Jan'y 1st, 1862	... do	1	35	35 00
				639		$22,365 00

Copy of coupon.

(Cut from a bond payable in New York in 1880.)

The Pensacola and Georgia Railroad Company will pay the bearer, in the city of New York, on the first day of January, 1862, thirty-five dollars, for semi-annual interest on bond No. 81.

$35.] F. H. FLAGG, *Treasurer.*

(Across the face:) 4.

12 *Copy of coupon.*

(Cut from a bond payable in New York, Jan. 1st, 1892.)

The Pensacola and Georgia Railroad Company will pay the bearer, in the city of New York, on the first day of January, 1862, thirty-five dollars, for semi-annual interest on bond No. 429.

$35.] F. H. FLAGG,
Treasurer.

(Across the face:) 9.

Coupon No.	Bond No.	When due.	Where payable.	No. of coupon.	Value.	Total.
3	81 *a* 87	July 1st, 1861	New York	7	$35	$245 00
3	89 *a* 93	do	do	5	35	175 00
3	101 *a* 106	do	do	6	35	210 00
3	133 *a* 151	do	do	19	35	665 00
4	81 *a* 86	Jan'y 1st, 1862	do	6	35	210 00
4	89 *a* 93	do	do	5	35	175 00
4	101 *a* 102	do	do	2	35	70 00
4	104 *a* 132	do	do	29	35	1,015 00
4	146 *a* 148	do	do	3	35	105 00
4	150 *a* 151	do	do	2	35	70 00
9	386	do	do	1	35	35 00
9	429 *a* 485	do	do	57	35	1,995 00
5	81 *a* 86	July 1st, 1862	do	6	35	210 00
5	89 *a* 93	do	do	5	35	175 00
5	101 *a* 102	do	do	2	35	70 00
5	104 *a* 132	do	do	29	35	1,015 00
5	146 *a* 148	do	do	3	35	105 00
5	150 *a* 151	do	do	2	35	70 00
10	386	do	do	1	35	35 00
10	429 *a* 485	do	do	57	35	1,995 00
13						
6	81 *a* 86	Jan'y 1st, 1863.	New York	6	$35	$210 00
6	89 *a* 93	do	do	5	35	175 00
6	101 *a* 102	do	do	2	35	70 00
6	104 *a* 132	do	do	29	35	1,015 00
6	146 *a* 148	do	do	3	35	105 00
6	150 *a* 151	do	do	2	35	70 00
11	386	do	do	1	35	35 00
11	429 *a* 485	do	do	57	35	1,995 00
7	81 *a* 86	July 1st, 1863.	do	6	35	210 00
7	89 *a* 93	do	do	5	35	175 00
7	101 *a* 102	do	do	2	35	70 00
7	104 *a* 132	do	do	29	35	1,015 00
7	146 *a* 148	do	do	3	35	105 00
7	150 *a* 151	do	do	2	35	70 00
12	386	do	do	1	35	35 00
12	429 *a* 485	do	do	57	35	1,995 00
8	81 *a* 86	Jan'y 1st, 1864.	do	6	35	210 00
8	89 *a* 93	do	do	5	35	175 00
8	101 *a* 102	do	do	2	35	70 00
8	104 *a* 132	do	do	29	35	1,015 00
8	146 *a* 148	do	do	3	35	105 00
8	150 *a* 151	do	do	2	35	70 00
13	386	do	do	1	35	35 00
13	429 *a* 485	do	do	57	35	1,995 00
9	81 *a* 86	July 1st, 1864.	do	6	35	210 00
9	89 *a* 93	do	do	5	35	175 00
9	101 *a* 102	do	do	2	35	70 00
9	104 *a* 132	do	do	29	35	1,015 00
9	146 *a* 148	do	do	3	35	105 00
9	150 *a* 151	do	do	2	35	70 00
14	386	do	do	1	35	35 00
14	429 *a* 485	do	do	57	35	1,995 00
14						
10	81 *a* 86	Jan'y 1st, 1865.	New York	6	$35	$210 00
10	89 *a* 93	do	do	5	35	175 00
10	101 *a* 102	do	do	2	35	70 00

Coupon No.	Bond No.	When due.	Where payable.	No. of coupon.	Value.	Total.
10	104 a 132	Jan'y 1st, 1865.	New York	29	35	1,015 00
10	146 a 148	.... do	.... do	3	35	105 00
10	150 a 151	.... do	.... do	2	35	70 00
15	386	.... do	.... do	1	35	35 00
15	429 a 485	.... do	.... do	57	35	1,995 00
11	81 a 86	July 1st, 1865.	.... do	6	35	210 00
11	89 a 93	.... do	.... do	5	35	175 00
11	101 a 102	.... do	.... do	2	35	70 00
11	104 a 132	.... do	.... do	29	35	1,015 00
11	146 a 148	.... do	.... do	3	35	105 00
11	150 a 151	.... do	.... do	2	35	70 00
16	386	.... do	.... do	1	35	35 00
16	429 a 485	.... do	.... do	57	35	1,995 00
12	81 a 86	Jan'y 1st, 1866.	.... do	6	35	210 00
12	89 a 93	.... do	.... do	5	35	175 00
12	101 a 102	.... do	.... do	2	35	70 00
12	104 a 132	.... do	.... do	29	35	1,015 00
12	146 a 148	.... do	.... do	3	35	105 00
12	150 a 151	.... do	.... do	2	35	70 00
17	386	.... do	.... do	1	35	35 00
17	429 a 485	.... do	.... do	57	35	1,995 00
13	81 a 86	July 1st, 1866.	.... do	6	35	210 00
13	89 a 93	.... do	.... do	5	35	175 00
13	101 a 102	.... do	.... do	2	35	70 00
13	104 a 132	.... do	.... do	29	35	1,015 00
13	146 a 148	.... do	.... do	3	35	105 00
13	150 a 151	.... do	.... do	2	35	70 00
18	386	.... do	.... do	1	35	35 00
18	429 a 485	.... do	.... do	57	35	1,995 00
15						
14	81 a 86	Jan'y 1st, 1867.	.... do	6	$35	$210 00
14	89 a 93	.... do	.... do	5	35	175 00
14	101 a 102	.... do	.... do	2	35	70 00
14	104 a 132	.... do	.... do	29	35	1,015 00
14	146 a 148	.... do	.... do	3	35	105 00
14	150 a 151	.... do	.... do	2	35	70 00
19	386	.... do	.... do	1	35	35 00
19	429 a 485	.... do	.... do	57	35	1,995 00
	Total				1,192	$41,720 00

Total number of coupons payable in Savannah	639	$22,365 00
Total number of coupons payable in New York	1,192	41,720 00
Total	1,831	$64,085 00

IX.

That your orator subsequently, to wit, prior to March, A. D. 1869, and prior to the seizure of said road by the trustees, did in good faith and honor purchase the said pretended shares of preferred stock hereinbefore enumerated, and set forth in Exhibit No. 4, from those that he had as aforesaid induced to part with their coupons as aforesaid, and thus that he became and now is possessed in his own right of all the said shares in said Exhibit No. enumerated, and entitled to be subrogated in equity to all the rights of the original owners of said coupons, and the persons in whose names the said pretended certificates were issued.

16

X.

Your orator alleges and charges that the copy of a bond of the Pensa

cola and Georgia Railroad Company filed herewith is a true copy of the same kind and class of first mortgage bonds of said company from which the aforesaid past-due coupons—the subject of this suit—were cut, and given by your orator as aforesaid to the said defendant company, and for which past-due coupons said pretended shares of preferred stock were given by said company to your orator. That the said copy of bond is marked Exhibit No. 5, and prayed to be taken as part of this bill.

XI.

Your orator alleges and charges that he is entitled to be subrogated in equity to all the rights of the original owners and holders of said coupons, and to the amount of ($23,310) twenty-three thousand three hundred and ten dollars, which your orator surrendered to the said company, and received therefor the pretended shares of preferred stock set forth in Exhibit No.

XII.

Your orator alleges and charges that the said Pens*a*lo and Georgia Railroad Company had no lawful or legal right whatever to issue any shares whatever of preferred stock, or authority by the charter of the company to issue said preferred stock, and that the issuance of said shares of preferred stock was in violation of the charter of the company and of the laws of the State of Florida, and a gross fraud in law and
17 in fact upon your orator, and done for the purpose of deceiving and defrauding your orator out of his just rights and property.

XIII.

That your orator was a merchant, and had full faith and confidence in the representations of the said President Houstoun for and on behalf of the said company, as to the right and power and authority of the said company to issue said preferred stock, and relying thereon, and solely relying thereon, your orator gave up his said coupons and obtained the coupons of his friends aforesaid, and gave them up for said pretended shares of preferred stock, not supposing of the contemplated fraud; and further, your orator shows and alleges and charges that the said certificates of pretended preferred stock claimed to be issued by the company, and which were given by the said company for said coupons, do not bear the corporate seal of the company on any one of said certificates, and are only signed by the president and secretary of the company, so that in law, as your orator is advised, they are not the certificates of the company, not being under the corporate seal thereof. But your orator alleges and charges that the said company did actually receive from your orator the past-due coupons aforesaid to the amount of ($64,085) sixty-four thousand and eighty-five dollars, and that the only thing whatever that your orator received therefor was these pretended certificates of preferred stock, issued, as aforesaid, without any lawful authority whatever.

XIV.

Your orator further alleges and charges that the aforesaid coupons have never been paid by the company, nor the trustees of the inter-
18 nal improvement fund, and that the same are still due and unpaid

and a lien and charge upon the said fund under the said act of January 6th, 1855, to the same extent as if your orator had never surrendered them to the said company.

XV.

That subsequently, to wit, in March, 1869, the trustees of the internal improvement fund, by virtue of said act of January 6th, 1855, took possession of the Pensacola and Georgia Railroad Company, and advertised the same for sale to the highest bidder for cash, and sold the said Pensacola and Georgia Railroad Company and all its property of every kind, for part cash and part credit, for the sum of one million two hundred and twenty thousand dollars, without any authority of law for such sale, and delivered the said road and all its property to the bidders and their assigns, without any authority of law therefor. Your orator alleges and charges that the said sale was void and a fraud upon your orator, because that the said trustees had no legal authority, after advertising the sale of the road for cash, to change the terms of the sale to credit.

XVI.

That the said trustees thus defrauded your orator as a creditor of the said company by selling the property of the said company, upon which property your orator, as a holder of said coupons of the company, had a lien by virtue of the statute.

XVII.

Your orator further alleges and charges that by the said act of
19 the said trustees he has been unable to follow said property, except without setting aside said sale and title to the said property. That the president of said company shortly afterwards moved out of the State of Florida and has since died; that the secretary of the company turned over all the books and papers to some parties to your orator unknown, and that the said secretary, F. H. Flagg, has since died; that your orator has not been able to find any board of directors of said company since A. D. 1869.

XVIII.

That your orator is informed and believes that there has been no president or secretary elected by the stockholders or others, and no board of directors, since 1869; that he has failed to get any relief, nor can he find any board of directors to whom to apply for relief since 1869.

XIX.

That he cannot state where the said coupons now are, but charges and alleges that they have never been sold by the company, and presuming that they are either in the hands of the company or in the hands of the said trustees; but your orator alleges and charges that if they were received by the said trustees they were not bought by the said trustees, and your orator specially charges that the said trustees had no authority of law to buy, trade, or barter for said coupons with the Pensacola and Georgia Railroad Company for any or either of said

coupons, but that if any such pretended trading, bartering, buying, swapping, or attempt to transfer the ownership of said coupons ever took place between the said Pensacola and Georgia Railroad Company and the trustees of the internal improvement fund, that the same was void as to your orator.

XX.

Your orator further alleges and charges that if the said coupons have been destroyed or attempted to be cancelled by either the Pensacola and Georgia Railroad Company or by the trustees of the internal-improvement fund, that your orator is entitled to have the same re-established by decree of this honorable court, and thus re-establish that the same shall stand and be taken in lieu of the originals and delivered up to your orator on his surrendering back the certificates pretended to be issued therefor.

XXI.

Your orator further alleges and charges that the said defendant company has never paid one cent of interest, or anything whatever, on said pretended shares of preferred stock, nor upon said pretended certificates.

XXII.

Your orator further alleges and charges, on information and belief, that during the years 1866, 1867, 1868, and part of 1869, Walter Gwynne, one of the present defendants, was a member of the said board of trustees, and at the same time an officer of the Pensacola and Georgia Railroad Company, having in his hands the lands of said company derived from the State of Florida; and your orator alleges and charges that the said board of trustees had therefore knowledge of the transactions of the said company, by reason of one of the trustees being an officer of said corporation.

XXIII.

Your orator further charges that Robert H. Gamble, who was for the year 1866, up to and including the present time, one of the board of directors of the said Pensacola and Georgia Railroad Company, was since some time in the year 1868 and until about A. D. 1873, also comptroller of the State of Florida, and one of the trustees of said internal-improvement fund; and that the said trustees had therefore notice of the surrender of said coupons by your orator, and the issue to him of said pretended shares of preferred stock.

XIV.

Your orator hereby offers and tenders to deliver up and back to the company the said certificates of pretended preferred stock received by him for the said coupons from the Pensacola and Georgia Railroad Company, and to surrender back the same; and alleges that he has been anxious and desirous so to do for many years, but that he could not find any one who was authorized, or who would receive the same, and give him back the said coupons.

To the end therefore that the said defendants may, if they can, show why your orator should not have the relief hereby prayed, and may, upon their oaths, and according to the best and utmost of their several and respective knowledge, remembrance and belief, full,
22 true, direct, and perfect answer make to such of the several interrogatories hereinafter numbered and set forth, as by the note hereunder written they are respectively required to answer; that is to say:

I.

Whether the statements in the foregoing part of this bill, and in each and every of the separate clauses thereof are not true; and, if not, then state what are the facts.

II.

Whether the said coupons were not received from the said Coddington, as therein alleged, and what became of them, and where the said coupons are now.

III.

Whether you have any record of the said coupons, and if so, that you append to your answer copies of all the record evidence that you have in relation to these coupons, whether of issue, purchase, barter, or cancellation, or redelivery, receipt, or reissue.

IV.

Whether you have any knowledge where these coupons are; and, if so, that you fully declare it.

V.

Whether the trustees of the internal-improvement fund sold
23 the Pensacola and Georgia Railroad; if so, when. And did not the said trustees advertise the said sale for cash, in the public papers, and whether or not the said trustees did not change the terms of the sale from cash to part cash and part credit paper security, or drafts, without any public advertisement of said sale, for other than cash, as first advertised in the public papers; and that you append to your answer the advertisement, or a copy thereof, as it appeared in the newspapers, and that you give in full and minutely the mode, manner, advertisement, resolutions, terms, and change of terms, and when made, and the sale of the road; what resolutions were passed by the trustees relative to the said seizure, sale, and execution of said orders, and the mode, manner, and terms on which and by which the said sale was made; and if the bid was paid, and how paid, what the purchasers gave in paper or money, or both; and if the same was collected, and when, and how.

VI.

Whether the exhibits hereto annexed are true, or whether you admit them or refuse so to do.

VII.

Whether there has been any president or secretary of said company since the death of Houstoun and Flagg, and when was the last meeting of the board of directors of said company.

VIII.

Was not Walter Gwynne one of the trustees in the year 1866 and up to 1869, and during the same time an officer in the Pensacola and Georgia Railroad Company?

21 IX.

Whether there was any authority of the State of Florida, by statute or otherwise, for the issue of said pretended preferred stock by the Pensacola and Georgia Railroad Company; and, if so, set forth a copy of it in your answer.

X.

Whether Robert H. Gamble was not a stockholder and director of the Pensacola and Georgia Railroad Company; and, if so, inwhat years.

XI.

Whether Robert H. Gamble was not comptroller of the State of Florida and one of the trustees of the internal improvement fund; and, if so, in what years and for what time.

Wherefore your orator prays that a decree may be made by this honorable court.

I.

Requiring the Pensacola and Georgia Railroad Company to deliver back and surrender to your orator the said coupons of the first-mortgage bonds of the Pensacola and Georgia Railroad Company, which said company received from your orator, upon your orator's surrendering back to the said company, or delivering into this court, the certificates of
25 pretended shares of preferred stock of said company received by your orator for the said coupons.

II.

That in case the said coupons are in the hands of the said trustees or their agents, they, the said trustees, may also be ordered and directed to turn over and surrender the said coupons to your orator.

III.

That in case it shall appear that the said coupons have been cancelled, lost, or destroyed by the said company or the said trustees, or by their authority, that an order may be made re-establishing the said coupons, and that the coupons which, by order of the court, shall be re-established, shall have the full force and effect as the originals had that were

cancelled, lost, or destroyed, and that the substituted or re-established coupons be delivered by the said company or the said trustees to your orator in lieu of and with the full force, virtue, and validity as the original coupons received from your orator by said company.

IV.

That your orator may have such other and further relief as the nature of this suit requires, and which shall be in accordance with equity and good conscience, and as to your honors shall seem meet, the premises considered.

And may it please your honors to grant to your orator the most
26 gracious writ of subpœna, to be issued out of and under the seal of this honorable court, directed to the Pensacola and Georgia Railroad Company, citizens of the State of Florida, and having its office and principal place of business in the city of Tallahassee, in the northern district of Florida, and to George F. Drew, governor; Columbus Drew, comptroller; Walter Gwynne, treasurer; Hugh A. Carley, commissioner of immigration, and George P. Raney, attorney-general of the State of Florida, trustees of the internal-improvement fund of the State of Florida, and residents of the city of Tallahassee, in the northern district of Florida, each, every, and all of said defendants being citizens of the State of Florida, commanding them, and each of them, on a certain day, and under a certain penalty therein to be set forth, personally to be and appear before this honorable court, full, true, direct and perfect answer to make to the matters and things in this bill set forth, and further, to stand to and abide by such orders and decrees in the premises as to your honors shall seem meet.

And your orator will ever pray, &c.

D. P. HOLLAND,
Of Counsel.

NOTE.—The Pensacola and Georgia Railroad Company are required to answer interrogatories numbered respectively 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, and 11. And the trustees of the internal-improvement fund are required to answer interrogatories numbered respectively 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, and 11.

D. P. HOLLAND,
Solicitor and of Counsel for the Complainant.

27 UNITED STATES OF AMERICA,
Southern District of New York, ss:

Before me, John A. Shields, commissioner of the circuit court of the United States for the southern district of New York, personally appeared Thomas B. Coddington, the complainant in the above suit in equity, a citizen of the State of New York, to me personally well known, who, being duly sworn, says that the matters and things set forth in the above bill as of his own knowledge are true, and those derived from the information of others he believes to be true.

(Signed) T. B. CODDINGTON.

Subscribed to and sworn before me this 9th day of March, A. D. 1877, and of the Independence of the United States the 101st year.

[SEAL.] (Signed) JAMES S. SHIELDS,
Commissioner of the Circuit Court of the United States for the Southern District of New York.

28 EXHIBIT No. 1.

List of pretended shares of preferred stock in the Pensacola and Georgia Railroad Company owned by T. B. Coddington.

Date.	No.	No. of shares.	To whom issued.	Amount.
1866.				
May 19	38	200	T. B. Coddington	$20,000 00
May 19	39	200	..... do	20,000 00
1867.				
April 30	120	180 $\frac{85}{100}$	..... do	18,085 00
July 6	142	5	..... do	500 00
1868.				
Oct. 22	207	15 $\frac{35}{100}$	..... do	1,526 00
				$60,111 00

Also, 237 $\frac{65}{100}$ shares of like stock, amounting $23,765.00. A detailed statement of which is set forth in Exhibit No. 4, the total being 838 $\frac{76}{100}$ shares, amounting to $83,876.00, and for which the past due coupons, as set forth and detailed in clause No. 8 of the bill, were delivered up to the Pensacola and Georgia Railroad Company, numbering 1,831 coupons, of the face value of $64,085.00, by T. B. Coddington, and the above shares of pretended preferred stock given to him in exchange therefor, as in the bill recited.

29 EXHIBIT No. 2.

No. 38. 200 shares.

PENSACOLA AND GEORGIA RAILROAD COMPANY.

Shares 100 dollars each. Shares 100 dollars each.

This is to certify that T. B. Coddington is entitled to two hundred shares, of one hundred dollars each, preferred capital stock of the Pensacola and Georgia Railroad Company, upon which is guaranteed the payment of 7 per centum interest per annum, payable semi-annually on the 1st of July and January, interest commencing on first of January, 1867, transferable only on the books of this company, in person or by attorney, on the surrender of this certificate.

Witness the signatures of the president and secretary, at their office in Tallahassee, Fla., this 19th day of May, 1866.

E. HOUSTOUN,
President.

F. H. FLAGG,
Secretary.

[Internal revenue stamp, 25c., cancelled.]

30 No. 39. 200 shares.

PENSACOLA AND GEORGIA RAILROAD COMPANY.

Shares 100 dollars each. Shares 100 dollars each.

This is to certify that T. B. Coddington is entitled to two hundred shares, of one hundred dollars each, preferred capital stock of the Pensacola and Georgia Railroad Company, upon which is guaranteed the payment of 7 per centum interest per annum, payable semi-annually on the 1st July and January, interest commencing on the 1st January, 1867; transferable only on the books of the company, in person or by attorney, on the surrender of this certificate.

Witness the signature of the president and secretary, at their office in Tallahassee, Fla., this 19th day of May, 1866.

E. HOUSTOUN,
President.

F. H. FLAGG,
Secretary.

[Internal revenue stamp, 25c., cancelled.]

31 No. 120. $180\frac{85}{100}$ shares.

PENSACOLA AND GEORGIA RAILROAD COMPANY.

Shares 100 dollars each. Shares 100 dollars each.

This is to certify that T. B. Coddington is entitled to one hundred and eighty and $\frac{85}{100}$ shares, of one hundred dollars each, preferred capital stock of the Pensacola and Georgia Railroad Company, upon which is guaranteed the payment of 7 per centum interest per annum, payable semi-annually on the 1st of July and January, interest commencing on 1st January, 1867. Transferable only on the books of the company, in person or by attorney, on the surrender of this certificate.

Witness the signature of the president and secretary, at their office in Tallahassee, Fla., this 30th day of April, 1867.

E. HOUSTOUN,
President.

F. H. FLAGG,
Secretary.

[U. S. internal revenue stamp, 25c., cancelled.]

32 No. 142. 5 shares.

PENSACOLA AND GEORGIA RAILROAD COMPANY.

Shares 100 dollars each. Shares 100 dollars each,

This is to certify that T. B. Coddington is entitled to five shares, of one hundred dollars each, preferred capital stock of the Pensacola and Georgia Railroad Company, upon which is guaranteed the payment of 7 per centum interest per annum, payable semi-annually on the 1st of July and January, interest commencing on 1st January, 1867. Transferable only on the books of the company, in person or by attorney, on the surrender of this certificate.

Witness the signature of the president and secretary, at their office in Tallahassee, Fla., this 6th day of July, 1867.

E. HOUSTOUN,
President.

F. H. FLAGG,
Secretary.

[U. S. internal revenue stamp, 25c., cancelled.]

33 No. 207. 15 26-100 shares.

PENSACOLA AND GEORGIA RAILROAD COMPANY.

Shares $100 each. Shares $100 each.

This is to certify that T. B. Coddington is entitled to fifteen 26-100 shares, of one hundred dollars each, perferred capital stock of the Pensacola and Georgia Railroad Company, upon which is guaranteed the payment of seven per centum interest per annum, payable semi-annually on the 1st of July and January, interest commencing on the 1st of January, 1867. Transferable only on the books of the company, in person or by attorney, on the surrender of this certificate.

Witness the signatures of the president and secretary, at their office in Tallahassee, Fla., this 22d day of October, 1868.

E. HOUSTOUN,
President.

F. H. FLAGG,
Secretary.

[U. S. internal revenue stamp, 25c., cancelled.]

34 EXHIBIT No. 3.

No. 49. 42 35-100 shares.

PENSACOLA AND GEORGIA RAILWAY COMPANY.

Shares $100 each. Shares $100 each.

This is to certify that W. H. and G. Dawes are entitled to forty-two 35-100 shares, of one hundred dollars each, preferred capital stock of the Pensacola and Georgia Railroad Company, upon which is guaranteed the payment of seven per centum interest per annum, payable semi-annually on the 1st of July and January, interest commencing on 1st of January, 1867. Transferable only on books of the company, in person or by attorney, on surrender of this certificate.

Witness the signatures of the president and secretary, at their office in Tallahassee, Fla., this 19th day of May, 1866.

E. HOUSTOUN,
President.

F. H. FLAGG,
Secretary.

[Internal revenue stamp, 25c., cancelled.]

35 *Irrevocable stock power.*

Know all men by these presents that we, W. H. and G. Dawes, for

value received, have bargained, sold, assigned, and transferred, and by these presents do bargain, sell, assign, and transfer unto T. B. Coddington, of New York City, forty-two and 35-100 shares of the preferred capital stock of the Pensacola and Georgia Railroad Company, standing in our name on the books of the Pensacola and Georgia Railroad Company, do hereby constitute and appoint T. B. Coddington our true and lawful attorney, irrevocable for us and in our name and stead, but to his use, to sell, assign, transfer, and set over all or any part of the said stock, and for that purpose to make and execute all necessary acts of assignment and transfer, and one or more persons to substitute with like full power, hereby ratifying and confirming all that our said attorney, or his substitute or substitutes, shall lawfully do by virtue hereof.

In witness whereof we have hereunto set our hands and seals this 29th day of May, 1876.

W. H. & G. DAWES. [L. S.]

Sealed and delivered in the presence of the witness to the signature—

WILLIAM BENNETT.

36 EXHIBIT No. 4.

List of pretended shares of preferred stock in the Pensacola and Georgia Railroad Company owned by T. B. Coddington.

Date.	No.	No. of shares.	To whom issued.	Par value.
1866.				
March 5	7	7 70/100	Van Wart & McCoy	770 00
May 19	37	7 70/100	John Robert Stevens & Son	770 00
May 19	40	30 00/100	Roger Cunliffe	3,000 00
May 19	41	30 00/100	George Barnard & Matthew Hutton Clayton	3,000 00
May 19	43	26 95/100	John Dawes & Sons	2,695 00
May 19	48	3 85/100	David Whitehouse	385 00
May 19	49	42 35/100	W. H. & G. Dawes	4,235 00
May 19	50	4 55/100	Charles Augustus Ferguson, James Martyr, & Edward Strick, ex'rs of Wm. Parsons.	455 00
May 19	52	3 85/100	James Spence	385 00
May 19	54	3 85/100	W. H. & A. Higgins	385 00
1867.				
March 28	118	3 85/100	Zerega & Co	385 00
April 30	119	40 60/100	Geo. L. Nichols	4,060 00
1868.				
Feb'y 14	175	15 40/100	Charles Augustus North	1,540 00
Feb'y 14	176	15 40/100	George Von Dadelszen	1,540 00
		237 65/100		$23,765 00

For all of the above-named certificates past due coupons of the first-mortgage bonds of the Pensacola and Georgia Railroad Company were delivered to said company.

37 EXHIBIT No. 5.

No. 104. STATE OF FLORIDA. $1,000.

UNITED STATES OF AMERICA.

First-mortgage bond of the Pensacola & Georgia Railroad Company.

Secured by first lien on the entire road. Interest guaranteed by special pledge of the internal improvement fund of the State of Florida.

Know all men by these presents that the Pensacola and Georgia

Railroad Company acknowledges itself indebted to or bearer, in the sum of one thousand dollars, for value received, which sum the said Pensacola and Georgia Railroad Company promises and agrees to pay or bearer, on the first of January, A. D. eighteen hundred and eighty, in the city of New York, with interest thereon at the rate of seven per centum per annum, payable semi-annually on the first days of January and July in each year, on the presentation and delivery of the proper coupons hereunto attached.

This bond is one of a series of like tenor, limited to ten thousand dollars per mile, for the purchase of rails, spikes, plates, chairs, and equipments; two hundred and fifty thousand dollars for constructing bridges across the Choctawhatchie, Appalachicola, and Suwanee Rivers, issued in accordance with the act of the legislature of the State of Florida, passed 6th January, eighteen hundred and fifty-five, creating the internal
38 improvement fund of the State of Florida. By the terms of said act these bonds are "a first lien or mortgage on the road-bed, iron, equipments, workshops, depots, and franchises" of the company, and for the prompt payment of the interest on these bonds the said internal improvement fund is especially pledged by the State of Florida. And the said Pensacola and Georgia Railroad Company is obliged by the terms of the act of 6th January, 1855, to pay every six months to the trustees of the internal improvement fund at least one-half of one per cent. on the entire amount of bonds issued, as a sinking fund for the ultimate redemption of the bonds.

Recorded in the comptroller's office of the State of Florida.

C. H. AUSTIN,
State Treasurer.

R. C. WILLIAMS,
Comptroller.

In witness whereof the said company has caused this bond to be attested in its behalf by its president and secretary, and its common seal affixed, at its office in Tallahassee, the first day of January, in the year 1860.

E. HOUSTON,
President.

F. H. FLAGG,
Secretary.

39 Issued in accordance with the provisions of the act of the legislature of the State of Florida, passed 6th January, 1855, creating the internal improvement fund, which fund is specially pledged for the payment of the interest on these bonds.

Tallahassee, January 1st, 1861.

M. S. PERRY,
Governor,
R. C. WILLIAMS,
Comptroller,
C. H. AUSTIN,
Treasurer,
M. D. PAPY,
Attorney-General,
HUGH A. CORLEY,
Register of Public Lands,
Trustees of the Internal Improv'ment Fund.

[SEAL OF THE COMPANY.]

All the bonds were similar, excepting that some of said bonds were

payable in the city of New York, A. D. 1880; and some payable at the city of New York, A. D. 1892; and others in the city of Savanah, Geo., A. D. 1880.

40 UNITED STATES OF AMERICA,
Northern District of Florida:

The President of the United States of America to the Pensacola & Georgia R. R. Co.; Geo. F. Drew, governor; Columbus Drew, comptroller; Walter Gwynn, treasurer; Hugh A. Corley, commissioner of land & immigration, & George P. Raney, att'y-gen. of the State of Florida.

We command you, and every of you, that you appear before the judges of the circuit court of the United States of America for the fifth circuit and northern district of Florida, at Jacksonville, in said district, on the first Monday, being the 7 day of May next, to answer to a bill of complaint exhibited against you by Thomas B. Coddington, a citizen of the State of New York, and filed in the clerk's office of said court, and then and there to receive and abide by such judgment and decree as said court shall have considered in this behalf; and this you are not to omit upon pain of judgment by default being pronounced against you.

To the marshal of the United States to execute and return.

Witness the honorable Morrison R. Waite, chief justice of the Supreme Court of the United States, and the seal of this court, at the city of Jacksonville, in said district, this 15 day of March, A. D. 1877.

[SEAL.] PHILIP WALTER, *Clerk.*

D. P. HOLLAND,
Solicitor for Compl't.

MEMORANDUM.—The above named defendants are notified that unless they shall enter their appearance in the clerk's office of said court, at Jacksonville aforesaid, on or before the day to which the above is returnable, the complaint will be taken against them as confessed, and a decree entered accordingly.

PHILIP WALTER, *Clerk.*

Served a true copy of the within writ of subpœna upon Geo. F. Drew, governor of Florida, and upon Columbus Drew, comptroller of Florida, both of whom are members of the board of internal improvement fund of Florida, at Jacksonville, within the northern dist. of Fla., this the 15th day of March, A. D. 1877.

S. CONANT,
U. S. Marshal.

41 Served a true copy of the within spa. upon Hugh A. Corley, comrs. of lands and immigration, of the State of Florida, Geo. P. Raney, att'y-gen'l of the State of Florida, and Walter Gwynn, treasurer of the State of Florida, all of whom are trustees of the internal improvement fund of Florida; and upon D. W. Gwynn, esq., one of the directors of the Pensacola and Georgia R. R. Co., all at Tallahassee, within the northern dist. of Fla., this the 27 day of March, A. D. 1877.

S. CONANT,
U. S. Marshal,
By JAMES G. GIBBS,
Special Deputy.

James G. Gibbs is hereby appointed special deputy U. S. marshal to serve the within spa. upon Hugh A. Corley, commrsr. of lands, &c.; Geo. P. Raney, att'y-gen'l; Walter Gwynn, treasurer, and upon the P. & G. R. R. Co.

S. CONANT,
U. S. Marshal.

MARCH 26, 1877.

(Indorsed:) Circuit court United States, northern district of Florida. Thos. B. Coddington vs. The Pensacola & Georgia Railroad Co. et al. Chancery subpœna.

Returnable to rule day, first Monday in May, A. D. 1877.
PHILIP WALTER, *Clerk.*

Filed at Tallahassee, Aug. 18th, A. D. 1877.
CHAS. H. FOSTER, *Clerk.*

Complainant's solicitor executed the within writ of subpœna, by serving a true copy thereof upon within the northern district of Florida, this the day , A. D. 187–.

U. S. Marshal.

I, Chas. H. Foster, clerk of the U. S. circuit court, northern dist. of Fla., do hereby certify that the foregoing is a true and correct copy of the subpœna and return thereon issued in the case of T. B. Coddington vs. The Trustees of the Int. Imp. Fund et al., now on file in this office.

In testimony whereof, I have hereunto set my hand and the seal of said court, at Tallahassee, this 18th day of August, A. D. 1877.

{U. S. CIRCUIT COURT, 5TH CIRCUIT, NORTHERN DISTRICT OF FLORIDA.}

C. H. FOSTER,
Clerk,
By F. T. MYERS, *D. C.*

42 United States circuit court, 5th circuit, northern district of Florida.

THOMAS B. CODDINGTON, COMPLAINANT,
vs.
THE PENSACOLA AND GEORGIA RAILROAD Company and others, defendants.

The demurrer of the Pensacola and Georgia Railroad Company, one of the defendants to the bill of complaint of Thomas B. Coddington, the above-named plaintiff.

This defendant, by protestation, not confessing all or any of the matters and things in the plaintiff's bill of complaint to be true, in such manner and form as the same is therein set forth and alleged, doth demur to the said bill, and for cause of demurrer showeth that the plaintiff hath not in and by his said bill made or stated such cause as entitles him in a court of equity to any discovery from this defendant, or to any relief against it, as to the matters contained in said bill, or any of such matters.

Wherefore, and for divers other good causes of demurrer appearing in the said bill, the defendant doth demur thereto, and humbly demands the judgment of the court, whether it shall be compelled to make any further or other answer to the said bill, and prays to be hence

dismissed, with his costs and charges in this behalf most wrongfully sustained.

R. B. HILTON,
D. W. GWYNN,
Solicitors and of Counsel for the Pensacola and Georgia Railroad Company.

UNITED STATES OF AMERICA,
Northern District of Florida:

Before me personally appeared Robert H. Gamble, who, being duly sworn, deposeth and saith that the foregoing demurrer is not interposed for delay.

R. H. GAMBLE.

Sworn and subscribed to before me, this 2nd day of June, 1877.

LE ROY D. BALL,
U. S. Com'r, Nor. Dist. of Fla.

43 I do hereby certify that in my opinion the foregoing demurrer is well founded in point of law.

R. B. HILTON,
Of Counsel.

JUNE 1ST, 1877.

I, Chas. H. Foster, clerk of the U. S. circuit court, northern dist. of Fla., do hereby certify that the foregoing is a true and correct copy of the original demurrer in the case of T. B. Coddington vs. The P. & G. R. R. Company et al., now on file in this office.

In testimony whereof I have hereunto set my hand and the seal of the said court, at Tallahassee, Fla., this the 18th day of August, A. D. 1877.

{ U. S. DISTRICT COURT, 5TH CIRCUIT, NORTHERN DISTRICT OF FLORIDA. }

C. H. FOSTER,
Clerk,
By F. T. MYERS, *D. C.*

(Indorsed:) Thomas B. Coddington vs. Pensacola & Georgia Railroad Co. et al. Demurrer of the P. & G. R. R. Company.

Filed June 4th, 1877.

PHILIP WALTER,
Clerk.

Filed at Tallahassee, August 18th, A. D. 1877.

CHAS. H. FOSTER, *Clk.*

44 United States circuit court, 5th circuit, northr. dist., Florida,
In equity.

The demurrer of George F. Drew, governor of the State of Florida; Columbus Drew, comptroller; Walter Gwynn, treasurer; Hugh A. Corley, commissioner of lands and immigration, and George P. Raney, attorney-general of the State of Florida, ex-officio trustees of the internal improvement fund of the State of Florida, to the bill of complaint filed by Thomas B. Coddington, of the city and State of New York, against them and the Pensacola & Georgia Railroad Company, a corporation created by virtue of the laws of Florida.

These defendants, by protestation, not confessing or acknowledging all or any of the matters and things in said complainant's bill to be true

in such manner and form as the same are therein set forth and alleged, do demur thereto, and for cause of demurrer show.

That the said complainant hath not in and by his said bill made or stated such a case as doth or ought to entitle him to any such discovery or relief as is thereby sought and prayed for against these defendants.

Wherefore, these defendants demand the judgment of this honorable court, whether they shall be compelled to make any further or other answer to the said bill or any of the matters and things therein contained, and pray hence to be dismissed with their reasonable costs in this behalf sustained.

GEORGE P. RANEY,
Atty. & Sol. for George F. Drew et als., Ex-officio Trustees of the Internal Improvement Fund of Fla.

I hereby certify that the above demurrer is well founded in law.

GEORGE P. RANEY,
Atty. & Sol.

UNITED STATES OF AMERICA,
Northern District of Florida:

Personally appeared Geo. F. Drew, governor; Columbus Drew, comptroller; Walter Gwynn, treasurer; Hugh A. Corley, commissioner of lands and immigration, and Geo. P. Raney, attorney-general of the State of Florida, trustees of the internal improvement fund of
45 said State, and they being duly sworn, say each for himself that the above demurrer is not interposed for delay.

GEO. F. DREW, *Governor.*
C. DREW, *Comptroller.*
WALTER GWYNN,
Treasurer.
HUGH A. CORLEY,
Comr. Lands & Immigration.
GEO. P. RANEY,
Atty. Genl.

Sworn to and subscribed to before me, this the fourth day of May, A. D. 1877. Witness my hand and the seal of court.

[L. S.] PHILIP WALTER,
Clerk Circuit Court U. S., N. Dist. Fla.

I, Chas. H. Foster clerk of the U. S. circuit court, northern dist. of Fla., do hereby certify that the foregoing is a true and correct copy of the original demurrer in the case of T. B. Coddington vs. the Trustees of the Int. Imp. Fund et al., now on file in this office.

In testimony whereof, I have hereunto set my hand and the seal of the said court at Tallahassee, this 18th day of August, 1877.

{ U. S. circuit court, 5th circuit, } C. H. FOSTER, *Clerk,*
{ northern district of Florida. } By F. T. MYERS,
Deputy Clerk.

(Indorsed:) U. S. cir. ct. n'n dist. Fla. T. B. Coddington vs. P. & G. R. R. Co. Geo. F. Drew et als., Trustees Int. Imp. Fund. Demurrer of trustees.

Filed this 4th day of May, 1877.

PHILIP WALTER, *Clerk.*

Filed at Tallahassee, Aug'st 18th, A. D. 1877.
CHAS. H. FOSTER, *Clerk.*

G. P. RANEY,
Sol. for Trustees.

46 United States circuit court, 5 circuit, northern district of Florida, Tallahassee division. In equity.

THOMAS B. CODDINGTON, COMPLAINANT,
vs.
THE PENSACOLA AND GEORGIA RAILROAD Company and the Trustees of the Internal Improvement Fund, defendants.
} To September rule day, A. D. 1877.

The defendants, the Pensacola and Georgia Railroad Company and the Trustees of the Internal Improvement Fund, having each filed a demurrer to the complainant's bill,

Now comes the complainant, Thomas B. Coddington, by D. P. Holland, his solicitor, and sets down each of said demurrers for hearing, according to the rules of this court.

D. P. HOLLAND,
Solicitor for Complainant.

(Indorsed:) U. S. circ't court, northern district of Florida, Tallahassee division. Thomas B. Coddington vs. Pensacola & Georgia Railroad Company & the Trustees of the Internal Improvement Fund. In equity. Setting demurrers for hearing.

Filed August 28th, 1877.

CHAS. H. FOSTER,
Clerk U. S. Ct. Ct.,
By F. T. MYERS, *D. C.*

D. P. HOLLAND,
Solicitor for Complainant.

47 United States circuit court, northern district of Florida. February term, A. D. 1878.

TALLAHASSEE, *February 5th, A. D.* 1878.

THOMAS B. CODDINGTON
vs.
PA. & GA. R. R. CO. & THE TRUSTEES Internal Improvement fund State of Florida.
} In chancery.

This cause was this day submitted upon written briefs by D. P. Holland, esq., counsel for plaintiff; counsel for defendant to be heard either upon oral argument or upon written briefs at a future day.

THURSDAY, *February 7th, A. D.* 1878.

THOMAS B. CODDINGTON
vs.
PENSACOLA AND GEORGIA RAILROAD Company and the Trustees of the Internal Improvement Fund of the State of Florida.
} In chancery.

This cause having been previously submitted on written briefs
48 by counsel for the plaintiff, was now partly heard upon the oral ar-

guments of Mr. Raney and Mr. Hilton, counsel for defendants, and is continued for further hearing until after recess.

THURSDAY, *Feb. 7th*, 11 *o'clock a. m.*

Court met after recess.

THOMAS B. CODDINGTON
vs.
P. & G. R. R. CO. & TRUSTEES I. I. FUND, STATE of Florida.

Further argument was now had by counsel for defendants, and the cause was submitted to the court; but the court not being advised of its judgment to be given in the premises, takes time to consider thereof.

SATURDAY, *February 9th*, A. D. 1878, 10 *o'clock a. m.*

T. B. CODDINGTON
vs.
PA. & GA. R. R. CO. & THE TRUSTEES INTERNAL Improvement Fund State of Florida. } In chancery.

This cause having been fully heard on a previous day, and the court being now fully advised of its opinion to be given in the premises, it is ordered that the demurrers be sustained and complainant's bill be dismissed.

49 In the circuit court of the United States, fifth circuit, northern district of Florida. In equity.

THOMAS B. CODDINGTON, A CITIZEN OF NEW York,
vs.
THE PENSACOLA AND GEORGIA RAILROAD Company, George F. Drew, governor of Florida, et als., trustees of the Internal Improvement Fund of Florida.

This cause came on to be heard and was argued by D. P. Holland on printed brief for the complainant, and by George P. Raney for the trustees of the internal improvement fund, and by Rob't B. Hilton for the Pensacola & Georgia Railroad Company, upon the demurrers of the defendants to the complainant's bill of complaint; and the court being advised of its opinion doth order, adjudge, and decree that the demurrers be and are sustained, and that the complainant's bill be and is dismissed. Done, ordered, adjudged, and decreed this the 9th day of February, A. D. 1878.

THOMAS SETTLE,
Judge, &c.

50 In the Supreme Court of the United States. In equity.

THOMAS B. CODDINGTON, APPELLANT,
vs.
THE PENLACOLA & GEORGIA RAILROAD Company and the Trustees of the Internal Improvement Fund of the State of Florida.

Appeal from the 5th circuit, northern district of Florida.

To the honorable the Supreme Court of the United States:

The appeal of Thomas B. Coddington, the above-named plaintiff and appellant, respectfully shows:

That upon the 15th day of March, 1877, the above-named appellant filed his bill against the above-named defendants and respondents, in the circuit court of the United States for the northern district of Florida, to compel the said defendants to deliver back to the complainant certain coupons of the face value of sixty-four thousand and eighty-five dollars, which the Pensacola & Georgia Railroad Company had fraudulently and falsely obtained from the said complainant by giving in exchange therefor certain so-called shares of preferred stock in said company, which complainant afterwards learned were issued in violation of law and were totally valueless, and that said issue of stock was ultra vires.

51 To this bill each of the defendants filed demurrers on the ground of want of equity. The plaintiff joined in demurrer, & the demurrers came on for hearing before the Hon. Thomas Settle, presiding judge, then sitting in Tallahassee, Florida, in term in equity, and after full hearing was had, the said circuit court did then and there, on the 9th day of February, A. D. 1878, order, adjudge, and decree "that the demurrers be and are sustained, and that the complainant's bill be and is dismissed."

Wherefore this appellant appeals from the whole of said decree of said circuit court of the United States, and respectfully prays that the decree of the said circuit court, and the bill, demurrers, and proceedin the said cause may be sent to the Supreme Court of the United States without delay; and that the said Supreme Court will proceed to hear the said cause anew; and that the said decree of the circuit court, and every part thereof, may be reversed, and a decree made with costs in favor of the appellant, or such other decree as to the said Supreme Court shall seem just.

D. P. HOLLAND,
Solicitor and of Counsel for Coddington.

(Indorsed:) In the Supreme Court of the United States. In equity. Thomas B. Coddington vs. The Pensacola & Georgia Railroad Company, The Trustees of the Internal Improvement Fund of the State of Florida, respondents. Petition for appeal.

Allowed May 11th, 1879.

JOSEPH P. BRADLEY,
Asso. Justice S. C. U. S.

D. P. HOLLAND,
Of Counsel, 57 *Chambers street, New York.*

52 Know all men by these presents that we, Thomas Butler Coddington and Benjamin C. Mumford and George L. Jewett, are held and firmly bound unto the Pensacola and Georgia Railroad Company; and to George F. Drew, governor of the State of Florida; Columbus Drew, comptroller of said State; Walter Gwynn, treasurer of said State; Hugh A. Corley, commissioner of immigration of said State, and George P. Raney, attorney-general of the said State of Florida, and unto their successors in office, as the trustees of the internal improvement fund of the State of Florida, in the full and just sum of one thousand dollars, to be paid to the said Pensacola and Georgia Railroad Company, and to the aforesaid trustees of the internal improvement fund of the State of Florida, and to their certain attorneys, executors, administrators or assigns, and to their successors in office jointly, to which payment, well and truly to be made, we bind ourselves, our heirs, executors, and administrators, jointly and severally, by these presents; sealed with our

seals, and dated this nineteenth day of April in the year of our Lord one thousand eight hundred and seventy-eight.

Whereas lately at a circuit court of the United States, held at
53 Tallahassee on the ninth day of February, A. D. one thousand eight hundred and seventy-eight (1878), in the fifth circuit and northern district of Florida, a decree was rendered in equity against the said Thomas Butler Coddington, on the demurrers filed by the defendants, and the bill of complaint of him the said Thomas B. Coddington was dismissed in a suit in equity depending in the said court between Thomas B. Coddington, plaintiff, and the aforesaid Pensacola and Georgia Railroad Company, and the aforesaid trustees of the internal improvement fund of the State of Florida, being defendants.

And the said Thomas B. Coddington having obtained a writ of error, and filed a copy thereof in the clerk's office of the said court to reverse the decree in the aforesaid suit, and a citation directed to the said Pensacola and Georgia Railroad Company, and to the aforesaid trustees of the internal improvement fund of the State of Florida, citing and admonishing them to be and appear at a supreme court of the United States, to be holden at Washington the second Monday of October next:

Now, then, the condition of the above obligation is such, that
54 if the said Thomas B. Coddington shall prosecute his appeal to effect, and answer all damages and costs if he fail to make his plea good, then the above obligation to be void; else to remain in full force and virtue.

T. B. CODDINGTON. [SEAL.]
BENJ. C. MUMFORD. [SEAL.]
GEO. L. JEWETT. [SEAL.]

Sealed and delivered in presence of—
D. P. HOLLAND.
GEO. H. NICHOLS.

Approved by—

STATE OF NEW YORK,
County and City of New York, ss:

Before me personally Benjamin C. Mumford and George L. Jewett, to me personally well known to be the sureties to the foregoing bond, who, being each duly sworn, each for himself say that he is worth more than the sum of one thousand dollars, exclusive of all debts, demands, and exemptions that may be against him or to which he is entitled.

BENJ. C. MUMFORD.
GEO. L. JEWETT.

Subscribed and sworn to before me this 19th day of April, A. D. 1878.
[L. S.] ORIENT H. COLLIN,
Notary Public, County of New York.

Bond approved May 11th, 1878.

JOSEPH P. BRADLEY,
Asso. Justice Sup. Co. U. S.

55 The United States of America to the Pensacola and Georgia Railroad Company, and to George F. Drew, governor of the State of Florida; Columbus Drew, comptroller of the State of Florida; Walter Gwynne, treasurer of the State of Florida; Hugh A. Corley, commissioner of immigration of the State of Florida; and George P. Raney, attorney-general of the State of Florida; the trustees of the internal improvement fund of the State of Florida, greeting:

You are hereby cited and admonished to be and appear at a Supreme

Court of the United States to be holden at Washington on the second Monday of October next, pursuant to an appeal filed in the clerk's office of the United States circuit court, fifth circuit, northern district of Florida, at Tallahassee, wherein Thomas B. Coddington is appellant and you are appellees, to show cause, if any there be, why the decree rendered against the said appellants, as in the said appeal mentioned, should not be corrected, and why speedy justice should not be done to the parties in that behalf.

Witness the honorable Joseph P. Bradley, Associate Justice of the Supreme Court of the United States, this eleventh day of May, in the year of our Lord one thousand eight hundred and seventy-eight.

JOSEPH P. BRADLEY,
Associate Justice Sup. Ct. U. S.

56 (Indorsed:)

Served the within citation on Columbus Drew, Walter Gwynn, Hugh A. Corley, George P. Raney, George F. Drew, by delivering to and leaving with each a true copy thereof at Tallahassee, Fla., in the northern district of Florida, on this the 27th day of May, A. D. 1878.

S. CONANT,
United States Marshal.
ALONZO FOWLER,
Deputy United States Marshal.

Served the within citation on R. B. Hilton, attorney of record for the Pensacola & Ga. R. R. Co., by delivering to and leaving with him a true copy thereof, at Tallahassee, Fla., in the northern district of Florida, on this the 1st day of June, A. D. 1878.

S. CONANT,
United States Marshal.
ALONZO FOWLER,
Deputy United States Marshal.

57 I, Charles H. Foster, clerk of the United States circuit court for the northern district of Florida (Tallahassee division), do hereby certify that the foregoing pages, numbered from one to fifty-four inclusive, constitute a true copy of all the proceedings, and a correct transcript of the record of the judgment in the case of T. B. Coddington, plaintiff, and The Pensacola and Georgia Railroad Company and The Trustees of The Internal Improvement Fund of the State of Florida, defendants, as appears from the records and files of my office.

In testimony whereof I have hereunto set my hand and affixed the seal of said circuit court, at Tallahassee, this twenty-third day of July, A. D. one thousand eight hundred and seventy-eight.

[SEAL.] CHARLES H. FOSTER,
Clerk.

(Indorsement on cover:) No. 484. Thomas B. Coddington, appellant, vs. The Pensacola and Georgia Railroad Company, The Trustees of the Improvement Fund of the State of Florida, et al. N. Florida C. C. U. S. Filed 19th September, 1878.